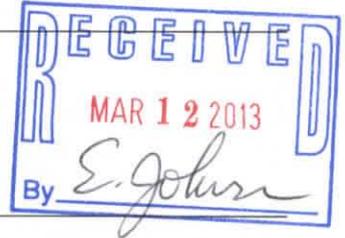


Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6



Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

Date of Report (top-tier holding company's fiscal year-end):

12/31/2012
Month / Day / Year

I, Richard K. Justice
Name of the Holding Company Director and Official
President
Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

First Hardee Holding Corporation
Legal Title of Holding Company

P O Box 966
(Mailing Address of the Holding Company) Street / P.O. Box

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

Wauchula, FL 33873
City State Zip Code

406 N. 6th Ave.
Physical location (if different from mailing address)

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Person to whom questions about this report should be directed:

Debbie Wheeler SR VP & COO
Name Title

863 773 4136
Area Code / Phone Number / Extension

863 773 9503
Area Code / FAX Number

[Signature]
Signature of Holding Company Director and Official

dhwheeler@fnbwauchula.com
E-mail Address

www.fnbwauchula.com
Address (URL) for the Holding Company's web page

3/7/13
Date of Signature

For holding companies not registered with the SEC—
Indicate status of Annual Report to Shareholders:

- is included with the FR Y-6 report
- will be sent under separate cover
- is not prepared

For Federal Reserve Bank Use Only

RSSD ID 2376558
C.I. _____

Does the reporter request confidential treatment for any portion of this submission?

Yes Please identify the report items to which this request applies:

- In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
- The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

revised

First Hardee Holding Corporation
P O Box 966
Wauchula, Fl 33873
Fiscal year ending December 31, 2012

1a. The BHC is not required to prepare for 10K with the SEC.

1b. FHHC provides a copy of the consolidated complied f/s to each shareholder in advance of the annual meeting, with a cover letter summarizing the past year's performance and plans for the future. Two copies of these are attached.

2. Organizational Chart: FHHC is a single bank holding company and owns 100% of First National Bank of Wauchula. It has no direct or indirect holding of any other companies.

2.1 First Hardee Holding Corporation 100% owner of
Wauchula, Fl 33873

2.2 First National Bank of Wauchula
Wauchula, Fl 33873

2.3 State of Incorporation - Florida for both entities.

2.4 N/A

2.b. First National Bank of Wauchula, 1/1/1960, 406 N. 6th Ave. Wauchula, Hardee County, Fl, USA 33873, Full Service

3.1 (a) (b) (c) Current shareholders with ownership, control or holdings of 5% or more with power to vote as of December 31, 2010. There is one class of common stock.

F L Revell, Jr. Wauchula, Fl 33873	USA	6,663 shares or 80%
Oneita Revell Wauchula, Fl 33873	USA	600 shares or 7%

3.2 None

4. Insiders (see attached list.)

-1 Name & Addresses	-2 Principal Occupation Other than With BHC	(3)(a) Title & Position With BHC	(3)(b) Title & Position With Other Subsidiaries	(3)© Title & Position With Other <u>Businesses</u>	(4)(a) Percentage of Voting Shares <u>In BHC</u>	(4)(b) Percentage of Voting Shares <u>In Subsidiary</u>	(4)© Companies if 25% or More of voting securities <u>are held</u>
F L Revell, Jr Wauchula, Fl	manufacturing	shareholder/director	director First National Bank of Wauchula	President President Owner Owner	80.01%	N/A	Florida Fence Post Co 100% F L Revell, Inc. 100% F L Revell Ranch & Groves 100% Brushy Creek Corp 100%
M E Wilkins Wauchula, Fl	banker	Shareholder/director Vice President	VP /Director First National Bank of Wauchula	N/A	0.48%	N/A	no other outside interest
Kenneth B. Evers Wauchula, Fl	attorney	shareholder/director	Chairman/Director 1st National Bk of Wauchula	owner	0.30%	N/A	Kenneth B. Evers PA 100%
Richard K Justice Wauchula, Fl	banker	shareholder/director	President/Director First National Bank of Wauchula	N/A	0.30%	N/A	no other outside interest
Debbie Wheeler Wauchula, Fl	banker	secretary	Sr. VP & COO First National Bank of Wauchula	N/A	none	N/A	no other outside interest
John R Clemons Wauchula, Fl	banker	director	SR VP/Director First National Bank of Wauchula	N/A	0.30%	N/A	No other outside interest